

State of Vermont

Buildings and General Services
Office of Purchasing & Contracting
10 Baldwin St
Montpelier VT 05633-7501
USA

CONTRACT



Vendor ID 0000237278
Mesa Contract Inc
4750 Shelburne Rd
Shelburne VT 05482
USA

Contract ID 0000000000000000000023374		Page 1 of 4
Contract Dates 10/12/2012 to 09/30/2015	Origin CPS	
Description: CPS-TEKNION MODULAR FURNITURE	Contract Maximum \$9,999,999.00	
Buyer Name Janet L Overstreet	Buyer Phone	Contract Status Approved

Phone #: 802-652-1061

Line #	Item ID	Item Desc	UOM	Unit Price	Max Qty	Max Amt
1		TEKNION LEVERAGE SYSTEM, MODULAR FURNITURE	EA	0.01000	0.00	0.00

DESIGN, DELIVERY, AND INSTALLATION IS INCLUDED WITH TEKNION LEVERAGE MODULAR FURNITURE PROVIDED BY CONTRACTOR.

FOR INSTALLATIONS VALUED \$00.00 TO \$149,999.99 - DISCOUNT WILL BE 66% OFF LIST PRICE.

FOR INSTALLATIONS VALUED \$150,000.00 + DISCOUNT WILL BE 68% OFF LIST PRICE.

A QUICK SHIP PROGRAM IS AVAILABLE FOR MOST ITEMS OFFERED BY TEKNION FOR THE LEVERAGE LINE, WHICH EXPEDITES DELIVERY TO 10-14 DAYS, AND IS AVAILABLE AT AN ADDITIONAL COST OF 15%. IT IS RECOMMENDED THAT THIS SERVICE ONLY BE USED IN CASES OF EXTREME URGENCY.

2		LABOR RATE	HR	0.01000	0.00	0.00
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A LABOR RATE OF \$50.00 / PER HOUR WILL BE CHARGED FOR RECONFIGURATION LABOR SERVICES ON EXISTING INSTALLATIONS, AN ESTIMATE WILL BE PROVIDED BY THE CONTRACTOR PRIOR TO THE THE ISSUE OF ANY PURCHASE ORDER BY THE STATE.

3		DESIGN RATE	HR	0.01000	0.00	0.00
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A RATE OF \$55.00 / PER HOUR WILL BE CHARGED FOR DESIGN LAYOUT SERVICES ON EXISTING INSTALLATIONS. THE CONTRACTOR WILL PROVIDE AN ESTIMATE PRIOR TO THE ISSUE OF A PURCHASE ORDER BY THE STATE.

4		TEKNION BOULEVARD SYSTEM, MODULAR FURNITURE	EA	0.01000	0.00	0.00
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DESIGN, DELIVERY, AND INSTALLATION IS INCLUDED WITH TEKNION BOULEVARD MODULAR FURNITURE PROVIDED BY CONTRACTOR.

FOR INSTALLATIONS VALUED \$00.00 TO \$149999.99 - DISCOUNT WILL BE 62% OFF LIST PRICE.

FOR INSTALLATIONS VALUED AT \$150,000.00+ - DISCOUNT WILL BE 64% OF LIST PRICE.

A QUICK SHIP PROGRAM IS AVAILABLE FOR MOST ITEMS OFFERED IN THE BOULEVARD LINE, IT WILL PROVIDE A 15 DAY DELIVERY LEADTIME. THE CONTRACTOR OFFERS THIS PROGRAM AT NO ADDED COST.

CONTRACT TERMS AND ADDITIONAL INFORMATION

THIS CONTRACT IS ISSUED IN ACCORDANCE WITH THE STATE OF VERMONT RFP FOR MODULAR FURNITURE ISSUED JULY 23, 2012 AND VENDOR'S RESPONSE DATED AUGUST 15, 2012.

STATE OF VERMONT ATTACHMENT C: STANDARD STATE CONTRACT PROVISIONS DATED JULY 1, 2012 AND ATTACHMENT D: COMMODITY PURCHASES TERMS AND CONDITIONS DATED NOVEMBER 10, 2010 ARE ATTACHED AND INCORPORATED AS PART OF THIS ORDER.

SCOPE: TO PROVIDE THE TEKNION LEVERAGE AND BOULEVARD LINES OF MODULAR FURNITURE. THE CONTRACTOR WILL ALSO PROVIDE LABOR AND DESIGN SERVICES TO STATE AGENCIES AND DEPARTMENTS FOR FURNITURE LAYOUT AND CONFIGURATIONS.

CONTRACT TERM: THIS CONTRACT IS WRITTEN FOR A PERIOD OF TWENTY-FOUR MONTHS (24) MONTHS WITH THE OPTION TO RENEW FOR TWO (2) ADDITIONAL TWELVE MONTH PERIODS.

THIS CONTRACT MAY NOT BE USED FOR THE PURCHASE OF ERGONOMIC / BEHIND THE DESK SEATING OR CASE GOODS FURNITURE PRODUCTS.

CONTRACTOR QUOTATIONS: CONTRACTOR WILL PROVIDE A DETAILED QUOTE UPON REQUEST, CONTRACTOR WILL LIST COMPONENTS WITH UNIT PRICES AND TOTAL COSTS TO THE REQUESTING AGENCY OR DEPARTMENT FOR THEIR APPROVAL. THE QUOTATION MUST SPECIFY ANY ADDITIONAL CHARGES OUTSIDE THE INCLUDED DESIGN, DELIVERY, AND INSTALLATION. NO WORK MAY BE PERFORMED BY THE CONTRACTOR UNTIL THE AGENCY OR DEPARTMENT APPROVES THE PROPOSAL BY ISSUING A PURCHASE ORDER.

PRICING: PRICE WILL BE PER THE DISCOUNTS SPECIFIED IN LINE ITEMS #1, #2, #3 AND #4. THE PERCENTAGES WILL REMAIN THE SAME THROUGHOUT THE LIFE OF THIS CONTRACT. NEW PRICE BOOKS MAY BE INTRODUCED WITH 30 DAYS ADVANCED

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NOTICE TO PURCHASING & CONTRACTING ADMINISTRATION. PRODUCT PURCHASES WILL INCLUDE THE COST OF DESIGN, DELIVERY, AND INSTALLATION.

CONTRACT CONTACTS ARE:

DANA ALLEN dana@exterusfurniture.com 802-383-1752
CHRIS ECHO cecho@exterusfurniture.com 802-383-1751

TERMS: NET 30 DAYS

QUANTITY: THE ANNUAL VALUE AND QUANTITIES ARE ESTIMATED ONLY BASED ON PRIOR USAGE; ACTUAL PURCHASES MAY BE HIGHER OR LOWER DEPENDING ON THE STATE'S NEEDS. THE CONTRACT MAXIMUM IS NOT REFLECTIVE OF ACTUAL USAGE.

DELIVERY: RESPONSIBILITY FOR PRODUCT DELIVERY REMAINS WITH THE CONTRACTOR UNTIL THE PRODUCT IS PROPERLY DELIVERED AND SIGNED FOR IN ACCORDANCE WITH THE OFFICE OF PURCHASING & CONTRACTING TERMS AND CONDITIONS. SHIPMENTS SHALL BE SECURELY AND PROPERLY PACKED, ACCORDING TO ACCEPTED COMMERCIAL PRACTICES, WITHOUT EXTRA CHARGE FOR PACKING CASES OR OTHER CONTAINERS. SUCH CONTAINERS WILL REMAIN THE PROPERTY OF THE STATE UNLESS OTHERWISE STATED. DELIVERED GOODS THAT DO NOT CONFORM TO THE SPECIFICATIONS OR ARE NOT IN GOOD CONDITION UPON RECEIPT SHALL BE REPLACED PROMPTLY BY THE CONTRACTOR.

PRICING: ALL EQUIPMENT PRICING IS TO INCLUDE F.O.B. DELIVERY TO THE ORDERING FACILITY. NO REQUEST FOR EXTRA DELIVERY COST WILL BE HONORED. ALL EQUIPMENT SHALL BE DELIVERED ASSEMBLED, SERVICED, OILED, AND READY FOR IMMEDIATE USE, UNLESS OTHERWISE REQUESTED BY THE PURCHASING AGENCY.

QUALITY: ALL PRODUCTS PROVIDED UNDER THESE AGREEMENTS WILL BE NEW AND UNUSED, UNLESS OTHERWISE STATED. FACTORY SECONDS OR REMANUFACTURED PRODUCTS WILL NOT BE ACCEPTED UNLESS SPECIFICALLY REQUESTED BY THE PURCHASING AGENCY. ALL PRODUCTS PROVIDED BY THE CONTRACTOR MUST MEET ALL FEDERAL, STATE, AND LOCAL STANDARDS FOR QUALITY AND SAFETY REQUIREMENTS. PRODUCTS NOT MEETING THESE STANDARDS WILL BE DEEMED UNACCEPTABLE AND RETURNED TO THE CONTRACTOR FOR CREDIT AT NO CHARGE TO THE STATE.

METHOD OF ORDERING: PURCHASE ORDERS MUST BE USED TO ORDER ITEMS AVAILABLE UNDER THIS CONTRACT. IF VERBAL ORDERS ARE GIVEN A CONFIRMING PURCHASE ORDER MUST BE ISSUED.

INVOICING: ALL INVOICES ARE TO BE RENDERED BY THE CONTRACTOR ON THE VENDOR'S STANDARD BILLHEAD AND FORWARDED DIRECTLY TO THE INSTITUTION OR AGENCY ORDERING MATERIALS OR SERVICES AND SHALL SPECIFY THE ADDRESS TO WHICH PAYMENTS WILL BE SENT.

CANCELLATION: THE STATE SPECIFICALLY RESERVES THE RIGHT TO CANCEL THE CONTRACT, OR ANY PORTION THEREOF, IF, IN THE OPINION OF ITS COMMISSIONER OF BUILDINGS AND GENERAL SERVICES, THE SERVICES OR MATERIALS SUPPLIED BY THE CONTRACTOR ARE NOT SATISFACTORY OR ARE NOT CONSISTENT WITH THE TERMS OF THE CONTRACT

DEFAULT: IN CASE OF DEFAULT OF THE CONTRACTOR, THE STATE MAY PROCURE THE MATERIALS OR SUPPLIES FROM OTHER SOURCES AND HOLD THE CONTRACTOR RESPONSIBLE FOR ANY EXCESS COST OCCASIONED THEREBY, PROVIDED, THAT IF PUBLIC NECESSITY REQUIRES THE USE OF MATERIALS OR SUPPLIES NOT CONFORMING TO THE SPECIFICATIONS THEY MAY BE ACCEPTED AND PAYMENT THEREFORE SHALL BE MADE AT A PROPER REDUCTION IN PRICE.

REPORTING REQUIREMENTS: CONTRACTORS WILL BE REQUIRED TO SUBMIT QUARTERLY PRODUCT SALES REPORT TO THE PURCHASING AGENT PURSUANT TO THE SCHEDULE BELOW. EACH REPORT MUST CONTAIN THE FOLLOWING INFORMATION: CONTRACT NUMBER; USING DEPARTMENT'S ADDRESS, CONTACT NAME, AND TELEPHONE NUMBER; PRODUCT ORDERED; QUANTITY ORDERED; QUANTITY SHIPPED; AND PRICE CHARGED, WITH TOTALS FOR EACH PRODUCT FOR EACH REPORTING PERIOD. WE RESERVE THE RIGHT TO REQUEST ADDITIONAL INFORMATION OR TO MODIFY THE REPORTING PERIODS.

REPORTING PERIODS: QUARTERLY REPORTS MUST BE SUBMITTED IN ACCORDANCE WITH THE FOLLOWING SCHEDULE:

REPORTING PERIOD: JANUARY 1 TO MARCH 31 - REPORT DUE APRIL 15
REPORTING PERIOD: APRIL 1, TO JUNE 30 - REPORT DUE JULY 15
REPORTING PERIOD: JULY 1 TO SEPTEMBER 30 - REPORT DUE OCTOBER 15
REPORTING PERIOD: OCTOBER 1 TO DECEMBER 31 - REPORT DUE JANUARY 15

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CONTRACT TERMS: THIS CONTRACT WILL BE SUBJECT TO REVIEW THROUGHOUT ITS TERM. THE STATE WILL CONSIDER CANCELLATION UPON DISCOVERY THAT A VENDOR IS IN VIOLATION OF ANY PORTION OF THE AGREEMENT, INCLUDING AN INABILITY BY THE VENDOR TO PROVIDE THE PRODUCTS, SUPPORT, AND/OR SERVICE OFFERED IN THEIR RESPONSE.

VERMONT STATE COLLEGES: THIS CONTRACT IS ALSO AVAILABLE FOR USE BY THE UNIVERSITY OF VERMONT AND THE VERMONT STATE COLLEGES INC., A SEPARATE CORPORATION, HAVING UNDER ITS JURISDICTION CASTLETON STATE COLLEGE, JOHNSON STATE COLLEGE, LYNDON STATE COLLEGE, COMMUNITY COLLEGE OF VERMONT, AND THE VERMONT TECHNICAL COLLEGE.

TOWNS AND SCHOOLS OF THE STATE OF VERMONT: AT THE BIDDER'S ELECTION POLITICAL SUBDIVISIONS AND INDEPENDENT COLLEGES OF THE STATE MAY PARTICIPATE IN STATE CONTRACTS AT THE SAME PRICES, TERMS AND CONDITIONS. ITEMS FURNISHED TO POLITICAL SUBDIVISIONS AND INDEPENDENT COLLEGES WILL BE BILLED DIRECTLY TO AND PAID FOR BY THE POLITICAL SUBDIVISIONS OR INDEPENDENT COLLEGES AND NEITHER THE STATE NOR ITS COMMISSIONER OF BUILDINGS AND GENERAL SERVICES PERSONALLY OR OFFICIALLY ASSUMES ANY RESPONSIBILITY FOR THESE PAYMENTS.

AGENCIES & DEPARTMENTS ARE REQUESTED TO ADVISE THE PURCHASING AGENT AT ONCE OF THE FAILURE ON THE PART OF THE CONTRACTOR TO FULFILL ANY OF THE TERMS OR CONDITIONS OF THIS CONTRACT.

PLEASE REFER TO THE ASSIGNED CONTRACT NUMBER/PURCHASE ORDER # ON ALL CORRESPONDENCE, DELIVERY DOCUMENTS AND INVOICES.

THE VISA PURCHASING CARD MAY BE USED AS A FORM OF PAYMENT UNDER THIS CONTRACT.

EQUIPMENT WARRANTY: THE MANUFACTURER SHALL INCLUDE WITH THEIR PROPOSALS A WRITTEN WARRANTY FOR EACH PIECE OF EQUIPMENT AND SOFTWARE THAT THEY INTEND TO FURNISH. WARRANTEES ARE TO BE BASED ON COMMERCIAL USE. A MINIMUM OF ONE (1) YEAR COMMERCIAL USE WARRANTY IS REQUIRED. IT IS DESIRABLE THAT THE BIDDER OFFER MORE THAN ONE (1) YEAR.

IF YOU HAVE ANY QUESTIONS REGARDING THIS DOCUMENT PLEASE CONTACT:

JANET OVERSTREET
PURCHASING AGENT
802-828-2210
FAX 802-828-2222
janet.overstreet@state.vt.us

CHANGE #1 - 10-07-14 - THIS CHANGE ORDER IS ISSUED TO EXERCISE RENEWAL OPTION YEAR ONE THERE BY EXTENDING THE PERIOD OF PERFORMANCE UNDER THIS AGREEMENT FOR ONE YEAR TERMS TO SEPTEMBER 30, 2015.

THE DISCOUNT FOR TEKNION LEVERAGE SYSTEM WILL BE AS FOLLOWS:
FOR INSTALLATIONS VALUED \$0.00 TO \$149,999.99 - DISCOUNT WILL BE 66% OFF LIST PRICE
FOR INSTALLATIONS VALUED \$150,000.00+ DISCOUNT WILL BE 68% OFF LIST PRICE.

THE DISCOUNT FOR TEKNION BOULEVARD SYSTEM, MODULAR FURNITURE WILL BE AS FOLLOWS:
FOR INSTALLATION VALUED \$0.00 TO \$149,999.99 - DISCOUNT WILL BE 62% OFF LIST PRICE
FOR INSTALLATION VALUED \$150,000.00+ DISCOUNT WILL BE 64% OFF LIST PRICE.

ATTACHMENT C: ATTACHMENT C: STANDARD STATE CONTRACT PROVISIONS FOR CONTRACTS AND GRANTS DATED 09/02/14 SEE ATTACHED, WHICH SUPERSEDES ALL PRIOR VERSIONS OF ATTACHMENT C.

CONTRACTOR CERTIFIES UNDER THE PAINS AND PENALTIES OR PERJURY THAT AS OF THE DATE THIS CONTRACT AMENDMENT IS SIGNED, CONTRACTOR IS IN GOOD STANDING WITH RESPECT TO, OR IN FULL COMPLIANCE WITH A PLAN TO PAY ANY AND ALL TAXES DUE TO THE STATE OF VERMONT.

ALL OTHER PRICES, TERMS AND CONDITIONS REMAIN THE SAME.

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WE THE UNDERSIGNED PARTIES AGREE TO BE BOUND BY THIS CONTRACT

By the STATE of VERMONT

By the CONTRACTOR

Date: _____

Date: _____

Signature: _____

Signature: _____

Name: _____

Name: _____

Title: _____

Title: _____

Email: _____

Email: _____